

OSTER

Researching Services

12897 Colonial Drive • Mt. Airy, MD 21771

Phone: 301-253-6040

Fax: 301-253-6040

maryannoster@adelphia.net

RECORDATION NO.

29556

READ

December 1, 2010

DEC 02 '10 -8 47 AM

SURFACE TRANSPORTATION BOARD

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board is one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

**Memorandum of Schedule #2 to Full Service Master
Lease Agreement dated 8/26/10**

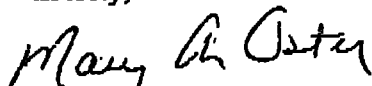
Lessor: Wells Fargo Equipment Finance, Inc. dba
Midwest Railcar Capital Equipment Company
733 Marquette Avenue
Minneapolis, MN 55402

Lessee: Howard Johnson's Enterprises, Inc.
700 West Virginia Street, #222
Milwaukee, WI 53204

Equipment: 2, Railcars
Car numbers to be provided at later date

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.
Thank you.

Sincerely,



Mary Ann Oster
Research Consultant

Enclosure

RECORDATION NO. 29556 FILED

DEC 02 '10 -8 47 AM

SURFACE TRANSPORTATION BOARD

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

**MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**
as Lessor

and

HOWARD JOHNSON'S ENTERPRISES, INC.

as Lessee

MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of August 26, 2010, by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and HOWARD JOHNSON'S ENTERPRISES, INC., a Missouri Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #2 dated August 26, 2010 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of August 13, 2008 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #2.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #2 to the Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY
Lessor

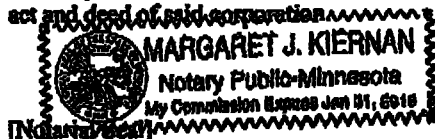
By: Julie Milbrath
Printed Name: Julie Milbrath
Title: Assistant Vice President
Date: 9-30-10

HOWARD JOHNSON'S ENTERPRISES, INC.
Lessee

By: Cynthia Gibbs
Printed Name: CYNTHIA GIBBS
Title: CFO
Date: 8-31-10

STATE OF MINNESOTA, COUNTY OF HENNEPIN, TO WIT:

On this 30th day of SEPTEMBER, 2010 before me appeared, _____ to me personally known, who being by me duly sworn, says that he is the AVP of WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on 9-30, 2010 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Margaret J. Kiernan
Notary Public

My commission expires:

STATE OF Wisconsin, COUNTY OF Milwaukee, TO WIT:

On this 31st day of August, 2010 before me appeared, Cynthia Gibbs, to me personally known, who being by me duly sworn, says that he is a Representative of HOWARD JOHNSON'S ENTERPRISES, INC., a Missouri Corporation, that said instrument was signed and sealed on August 31, 2010 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

Wendy D. Damsch
Notary Public

My commission expires: Oct 27, 2013

EXHIBIT A
DESCRIPTION OF RAILCARS

Two (2) Railcars with the reporting following marks and numbers:

Reporting Marks and Numbers to be provided by Lessor at a later date